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M/037/088

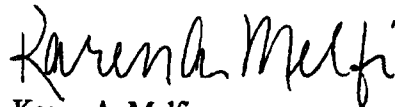
Mr. Anthony A. Gallegos
Sr. Reclamation Specialist
State of Utah
Department of Natural Resources
Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Salt Lake City, UT 84114-5801

[SEAL]

Mr. Anthony A. Gallegos
July 16, 1997
Page 2

You assistance in resolving the partnership issues is greatly appreciated. If you require additional detail, or have any questions, please call me at (303) 863-3924.

Sincerely,



Karen A. Melfi
Asst. VP - Land & Govt. Affairs

Enc:

cc: Bob Prescott
Pat Gochnour

CERTIFIED COPY OF RESOLUTION

At a regular/special meeting of the Board of Directors of Summo USA Corporation ("Company") duly called and held on the 16th day of July, 1997, a quorum being present, the following Resolution was adopted:

WHEREAS, this Company is materially interested in the transaction(s) in which (1) Summo Minerals Corporation, Summo USA Corporation, Lisbon Valley Mining Company LLC, St. Mary Minerals Inc. and St. Mary Land & Exploration Company has applied or will apply to Surety for bond(s) or undertaking(s); and

"WHEREAS, Surety has executed or is willing to consider the execution of such bond(s) or undertaking(s), as Surety, upon being furnished with the written indemnity of this Company; THEREFORE, BE IT RESOLVED, THAT (2) Gregory A. Hahn, President of the Company be and hereby is (are) authorized to execute on behalf of the Company for itself and as Manager of Lisbon Valley Mining Co. LLC, any agreement or agreements of Indemnity required by Surety as a prerequisite to the execution by it of the Bond(s) or undertaking(s) for (1) Summo USA Corporation, Lisbon Valley Mining Company LLC in connection with the matter(s) and transaction(s) described in the agreement of Indemnity required by said Surety, and the proper attesting officer of the Company be and hereby is authorized to affix the corporate seal to such agreement or agreements of Indemnity and subscribe his/her name thereto, attesting the same."

I, Michael A. Charneskie, Secretary of Summo USA Corporation have compared the foregoing Resolution with the original thereof, as recorded in the Minute Book of said Company, and do certify that the same is a correct and true transcript therefrom and of the whole of said original Resolution.

Given under my hand and seal of the Company

in the City of Denver

State of Colorado

this 16th day of July, 1997



Secretary